

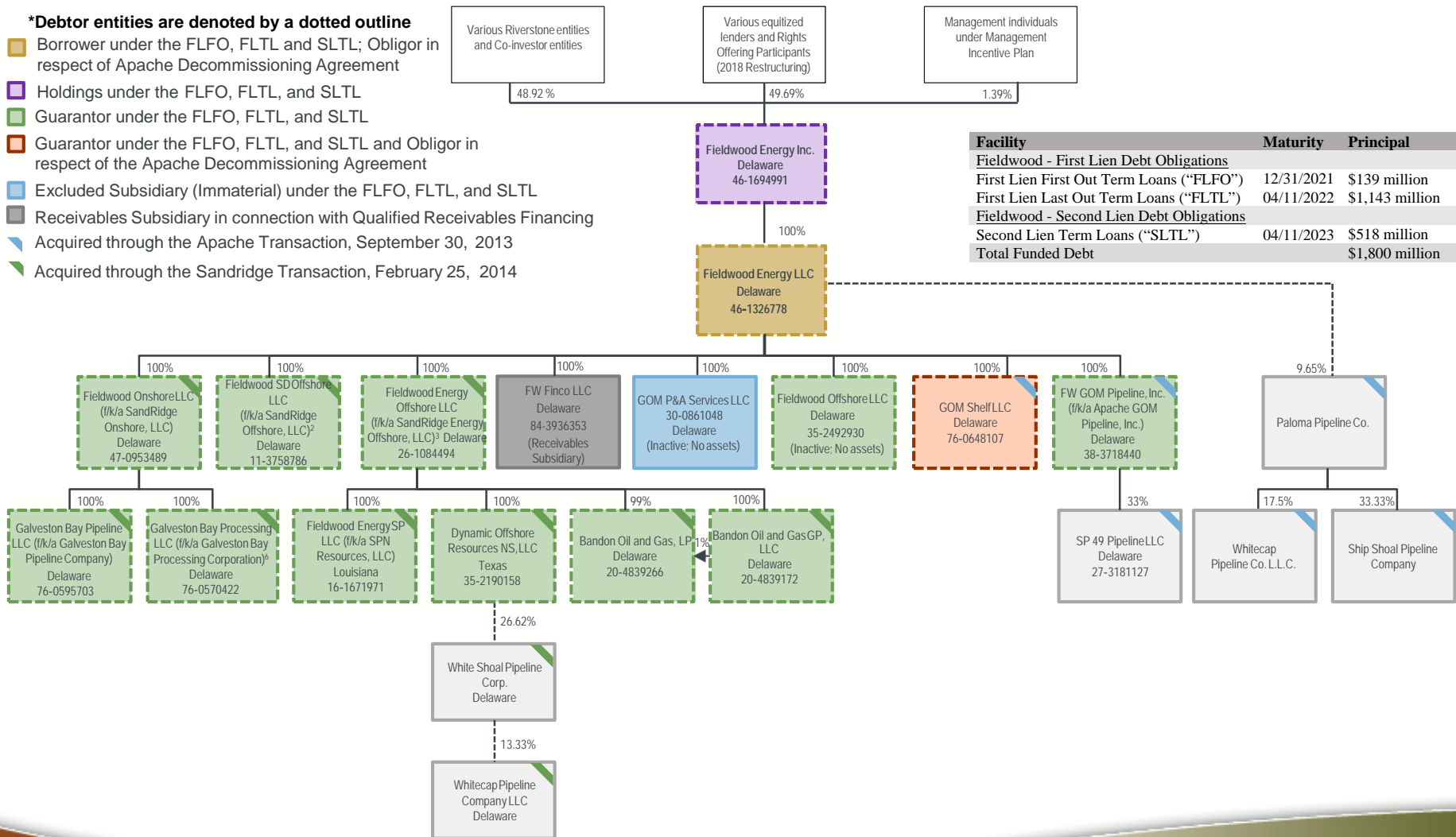
**Exhibit B**

Fieldwood Organizational Chart

# Fieldwood Energy Organization Chart – Debt Overlay

\*Debtor entities are denoted by a dotted outline

- Borrower under the FLFO, FLTL and SLTL; Obligor in respect of Apache Decommissioning Agreement
- Holdings under the FLFO, FLTL, and SLTL
- Guarantor under the FLFO, FLTL, and SLTL
- Guarantor under the FLFO, FLTL, and SLTL and Obligor in respect of the Apache Decommissioning Agreement
- Excluded Subsidiary (Immaterial) under the FLFO, FLTL, and SLTL
- Receivables Subsidiary in connection with Qualified Receivables Financing
- ▶ Acquired through the Apache Transaction, September 30, 2013
- ▶ Acquired through the Sandridge Transaction, February 25, 2014



Facility	Maturity	Principal
<b>Fieldwood - First Lien Debt Obligations</b>		
First Lien First Out Term Loans ("FLFO")	12/31/2021	\$139 million
First Lien Last Out Term Loans ("FLTL")	04/11/2022	\$1,143 million
<b>Fieldwood - Second Lien Debt Obligations</b>		
Second Lien Term Loans ("SLTL")	04/11/2023	\$518 million
<b>Total Funded Debt</b>		<b>\$1,800 million</b>